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- and -

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UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11

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DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)

(Jointly Administered)

: (Jointly Administered

Debtors. :

JULY 15, 2009 NOTICE OF FILING OF ADDITIONAL NOTICES OF ASSUMPTION AND ASSIGNMENT WITH RESPECT TO CERTAIN EXECUTORY CONTRACTS OR UNEXPIRED LEASES TO BE ASSUMED AND ASSIGNED TO PARNASSUS HOLDINGS II, LLC UNDER MODIFIED PLAN OF REORGANIZATION

("JULY 15, 2009 NOTICE OF FILING ADDITIONAL PARNASSUS ASSUMPTION AND ASSIGNMENT NOTICES")

- 1. On June 16, 2009, Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (the "Debtors"), filed the First Amended Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession (As Modified) (the "Modified Plan") (Docket No. 17030).
- 2. On the same date, the Debtors also filed the Supplement To First Amended Disclosure Statement With Respect To First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession (As Modified) (Docket No. 17031).
- 3. Also on June 16, 2009, the Court entered the Order (A)(I) Approving Modifications To Debtors' First Amended Plan Of Reorganization (As Modified) And Related Disclosures And Voting Procedures And (II) Setting Final Hearing Date to Consider Modifications to Confirmed First Amended Plan Of Reorganization And (B) Setting Administrative Expense Claims Bar Date And Alternative Transaction Hearing Date (Docket No. 17032) (the "Modification Procedures Order").
- 4. Paragraph 35 of the Modification Procedures Order requires that the Debtors file a notice (the "Parnassus Assumption and Assignment Notice") identifying Parnassus Holdings II, LLC as the party to which the Debtors' would assign all of their rights, title, and interests in certain executory contracts and unexpired leases (the "Parnassus Assumed Contracts"). In compliance with paragraph 35 of the Modification Procedures Order, on July 10, 2009, the Debtors filed certain Parnassus Assumption and Assignment Notices, and today have filed certain additional Parnassus Assumption and Assignment Notices. A copy of the additional Parnassus Assumption and Assignment Notices, with accompanying schedules, is attached hereto as Exhibit A.

Dated: New York, New York July 15, 2009

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